

Oshkosh Food Co-op Board Meeting

Date:06/15/22

Tme: 6:30 pm

Location: Hybrid

Minutes Recorded by: Molly

Board Member Attendance		Member, Staff & Guest Attendance
Brenda Haines x	Warren Bergman x	Staff: JD Gildemeister
Molly Smiltneek x	Susan Vette x	Members: Chris Corbin, Jessica King (pending weather)
Vacant	Jay Stoflet x	Guests:
Belynda Pinkston x	Heidi Supple	
Vacant	Heather Seraphine (Adjunct) x	

Topic	Facilitated by	Discussion	Actions
Call Meeting To Order	Brenda	Brenda called the meeting to order at 6:34	
Member Comments	All	<p>Member Comments <i>Note: Due to the risks associated with in-person gatherings, we are meeting virtually. If you would like to submit member comments, please do so in writing and email to oshkoshfoodcoop@gmail.com</i></p> <p>Jim Crane submitted the following member comment.</p> <p>To the Board : I was driving today when I heard the news that the Food co-op was losing money. I think the new co-op has been a great idea and ideally it would open up a whole new way of handling food, not just any food but food that is locally produced and fresh.</p> <p>With that in mind, I would like to see the Food coop move toward the new business model. which Tesla and Amazon use to create their business in the new economy which is based on manufacturer to customer. That is the future ! Why ? Because of the problems we are facing right now in our economy. Inflation , supply problems , and the inability to find the help that is needed</p>	

THE FUTURE IS LOCAL. The Oshkosh Food Co-op's mission is to promote the health and vitality of our community through collectively owning a grocery store to meet our diverse needs. Our co-op emphasizes local and organic suppliers to grow a place of holistic well-being.

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		<p>What I would suggest is to move products onto a webpage, start a mailing list and a delivery service catering to regular customers.</p> <p>I can tell you that once people have gotten into the habit of getting items delivered from Amazon, they don't want to go back anymore than many workers want to return to the office.</p> <p>Once people get used to getting the food delivered from the Co op, they will continue just like the old days when we had the milkman.</p> <p>I believe the next step in food will be Vertical Farming, 90 % more efficient than farming today , 700 acres condensed to the size of a Walmart, 24/7 growing , no critters, bad weather, or chemicals needed. I would like to see the co-op part of that transition.</p>	
Consent Agenda	All	<p>Consent Agenda</p> <ul style="list-style-type: none">■ Board of Directors Meeting Minutes – June 1, 2022■ Weekly Store Report – May 30-June 5■ Weekly Store Report – June 6-June 12■ Membership Recruitment and Communications Meeting Minutes – June 6■ Membership Recruitment and Communications Meeting Minutes – June 13■ Food Justice Committee Meeting Minutes – June 8■ Grants, Sponsorship & Fundraising Committee Written Report – Recapitalization Updates*■ Ratification of Electronic Vote to Approve Equipment Maintenance Contract <p>Committees with No Reports</p> <ul style="list-style-type: none">■ Finance Committee	

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		<ul style="list-style-type: none">■ Governance Committee <p>Warren moves to approve the consent agenda. Jay seconds. Motion passes.</p>	
GM Reporting	JD	<p>The Board may move into closed session for the purpose of discussing competitive strategy, personnel issues, contract negotiations or other issues requiring confidentiality.</p> <p>Discussion</p> <ul style="list-style-type: none">■ GM Verbal Report on Store Performance<ul style="list-style-type: none">○ Food for All launched June 1. Have been meeting with partner agencies<ul style="list-style-type: none">■ The Barkada Podcast with Marlo Ambas○ Working on Boys and Girls Club partnership, with Food for All and more.○ Wendy from Be Well Fox Valley - healthy eating and diabetes initiative. Will be using our meeting room and bringing in people to shop○ Evergreen will come once a month starting in July. (Win out of the annual meeting). Will do a tour.○ Give brochures for membership and Food for All to local churches to help get the word out.○ Access to students with free and reduced lunch.	

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		<ul style="list-style-type: none">■ Belynda can work with the communications director. (Katie Niemann)○ Catering and Booking for Community Room<ul style="list-style-type: none">■ League of Women voters will be meeting here■ Almost all next week is booked■ Doing a big catered lunch for Brio and then separately for Greenfire before the end of month■ JD showed us a tentative catering menu.○ Employee Promotions<ul style="list-style-type: none">■ Kyle is now transitioning to Center Store Manager○ WSR<ul style="list-style-type: none">■ Sales have been stagnant but we are seeing a lot of business from local businesses.■ Member sales are up.■ Doug, Joe, Kyle and JD will do sampling to local businesses in weeks and months to come○ Broad overview of May Finances<ul style="list-style-type: none">■ Most of consulting was Firebrand and Carlisle, which are a unique cash burn that won't repeat monthly■ A lot of issues with coolers in the last month, mostly billed last month. Now have a preventative maintenance plan.■ Are close to hitting all other targets.■ Cash burn has been faster than P&L would lead us to believe, need to determine true loss after next inventory. Is partially just timing of expenses v. income. However, need to increase sales to meet budget for the last half of	
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		<p>the year. Have to be considering the next round of contingency planning.</p> <ul style="list-style-type: none">■ Consider using upcoming big events/milestones to motivate members like it we did for the Annual Meeting■ Have brochure to hand out to renters at EAA <ul style="list-style-type: none">○ Impact of Bridge<ul style="list-style-type: none">■ Losing drive by shoppers as well as south side shoppers who it is no longer convenient to reach the co-op.■ ⅔ of shoppers were non members, now only about ½○ Staff is doing a great job of building relationships in the community - please thank them on behalf of the board.<ul style="list-style-type: none">■ Joe will be at farmers market - already downtown, won't have that mental barrier to stopping over.	
Governance	Molly	<p>Discussion</p> <p>The Board may move into closed session for the purpose of discussing competitive strategy, personnel issues, contract negotiations or other issues requiring confidentiality.</p> <p>Discussion</p> <ul style="list-style-type: none">■ New Board Member On-boarding	

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		<ul style="list-style-type: none">■ Posted useful documents.■ What has consumed time over the past year?■ Governance - Molly<ul style="list-style-type: none">○ Website and Email assistance○ Legal Review (usually under governance) - often related to contracts and human resources■ Membership - Jay■ Food Justice - Warren■ Other Warren Projects<ul style="list-style-type: none">○ Fox Valley Food Security Effort○ Volunteer Coordination■ Grants, Sponsorship and Fundraising<ul style="list-style-type: none">○ Focused on paying GO-EDC loan and recapitalize.○ Food for All○ Relationship with Oshkosh Area Community Foundation<ul style="list-style-type: none">■ Food for All Fund (3 year special project to off set discount, long term is to make it permanent, but need \$10,000 base■ Store Start-Up Special Fund - allows us to accept charitable contributions. This project has a public benefit. IRS carve out allows the Community Foundation to provide funds to businesses with funds in the community. Start up was funded. Funds must be used with charitable intent. Must weigh if it's benefiting members v. the	
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		<p>broader public. Our public benefits: positive economic development. Fresh, healthy food: health equity issue. Education and community building that are health oriented.</p> <ul style="list-style-type: none">○ Signage within the store indicates corporate partners that have given or loaned - signage stays up for 7 years.○ Loans - started in 2020. Will start payback in 2025. Needs to be on radar.○ Site Committee<ul style="list-style-type: none">■ Will retire committee once punch list is completed. Mostly navigated by Brenda and JD○ Finance Committee: pro forma, budget, tax, audit○ Executive Committee: anything that needs to be dealt with between meetings, strategic sounding board. Check in with GM.○ Ad Hoc Board/Staff Relationship Committee■ Next Board Meeting will be a Reorganizational Meeting<ul style="list-style-type: none">○ June 29? (Jay is a no)○ Vote officers as elected by the board.○ Assign to committees. Let Brenda know how you would like to be involved.<ul style="list-style-type: none">■ Would like a board member for each committee○ Molly asked Heather to serve as secretary for the first meeting and will send her the minutes outline.	
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Executive Committee		<p>The Board may move into closed session for the purpose of discussing confidential negotiations, strategy or personnel matters.</p> <p>Executive Committee</p> <p>The Board may move into closed session for the purpose of discussing competitive strategy, personnel issues, contract negotiations or other issues requiring confidentiality.</p> <p>Discussion</p> <ul style="list-style-type: none">■ Gift Card Request for Survey Respondents<ul style="list-style-type: none">○ Typically belongs under marketing. 50 \$10 gift certificates.○ Our reason to contribute: Bring people into the store. Will likely spend more than \$10. Could also include a Food for All application.○ Have people come to the store to pick up gift cards, then they are at least in the store and we can give them info for Food for All.○ Need to be very aware of our expenditures.○ Have we committed to anything else? Please keep in contact.■ Jackson Street Bridge Advocacy<ul style="list-style-type: none">○ Should be decided at June 28 meeting.○ Gradual incline starts at Marion.○ Chris will look into it and lead any action.■ ARPA Grant Application Advocacy<ul style="list-style-type: none">○ Have spoken with 6 of 7 council members	
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		<ul style="list-style-type: none">○ Possibly engaged DEI committee because they will weigh in if projects are helping build a sense of belonging and welcome.■ Financial Position<ul style="list-style-type: none">○ no additional updates <p>Jay moves, molly Seconds to go into closed session. Motion passes.</p> <ul style="list-style-type: none">■ Tenant Space Update<ul style="list-style-type: none">○ no official updates <p>Jay moves, Molly seconds to go out of closed session. Motion passes.</p> <ul style="list-style-type: none">■ Reorganizational Meeting Preview<ul style="list-style-type: none">○ Discussed above.■ Celebration/Gratitude for Exiting Board Members Molly Smiltneek and Warren Bergmann <p>Recommendations</p> <ul style="list-style-type: none">■ GO-EDC Loan Deferral Terms	
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		<ul style="list-style-type: none">o Motion to accept GO-EDC Loan Deferral Terms made by Jay. No loan payments July - December 2021. Molly seconds. Friendly amendment that Warren moves. Motion passes.	
Adjourn		<p>Next meeting is Wednesday, June 29, then Wednesday July 20.</p> <p>Meeting adjourned at 8:27.</p>	